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RECORDATION NO. 15837-A FILED 1025

September 4, 1990

SEP 5 1990 -12 10 PM

VIA FEDERAL EXPRESS

INTERSTATE COMMERCE COMMISSION

0-248A017

Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

RE: Release of Security Interest
ICC Recordation: September 26, 1988 - #15837
Debtor: Texas Southern Railroad, Inc.
Secured Party: Willard L. King

Dear Sir:

Please find enclosed for filing and recording with your office an original and one copy of a Release of Security Interest. Further enclosed please find our firm check in the amount of \$15.00 in payment of your filing fees. Once the document has been recorded, please return the copy to the undersigned with the recording verification indicated. I am enclosing a self-addressed and stamped return envelope for your convenience.

If you have any questions regarding the enclosed document, please do not hesitate to contact Dan Elder or the undersigned. Thank you for your time and attention to this matter.

Sincerely yours,

Melinda Dietz

Melinda Dietz
Legal Assistant
to Daniel M. Elder

Enclosures

DME:MD;md
ABB00BFD

SEP 5 12 04 PM '90
NATION OPERATING UNIT

Interstate Commerce Commission
Washington, D.C. 20423

9/5/90

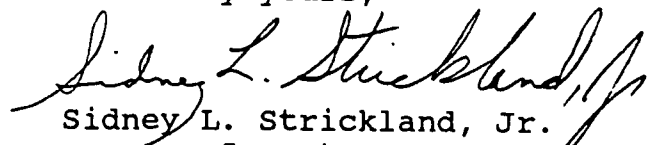
OFFICE OF THE SECRETARY

Melinda Dietz
Legal Assistant
Matthews & Branscomb
One Alamo Center
San Antonio, Texas 78205

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/5/90 at 12:10pm , and assigned recordation number(s). 15837-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RELEASE OF SECURITY INTEREST

DATE:

JUNE 27, 1990

DEBTOR:

Texas Southern Railroad, Inc.
Post Office Box 5752
San Antonio, Texas 78201

SEP 5 1990 12 10 PM

INTERSTATE COMMERCE COMMISSION

SECURED PARTY:

Willard L. King
8620 N. New Braunfels, Suite 541
San Antonio, Texas 78217

DOCUMENTS BEING RELEASED:

Security Agreement dated August 25, 1988, all of which are between Debtor and Secured Party and which covers the following described collateral.

ICC RECORDATION: September 26, 1988 - #15837

COLLATERAL: See Exhibit A attached hereto and made a part hereof for all purposes.

For good and valuable consideration, receipt of which is hereby acknowledged, including payment of all amounts due by Debtor to Secured Party, Secured Party hereby releases and discharges all Security Interests it may have in the above described collateral.

SECURED PARTY:

Willard L. King
WILLARD L. KING

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

This instrument was acknowledged before me on June 27th, 1990, by WILLARD L. KING.



JOANN M. LINDEMANN
Notary Public, State of Texas
My Comm. Exp. 01-18-93

JoAnn M. Lindemann
Notary Public, State of Texas

JoAnn M. Lindemann
[Printed or Typed Name of Notary]

My Commission Expires: 1/18/93

EXHIBIT A

TS 100 (ex-USS 723A) F7-A unit EMD Locomotive, Built 6/52, Serial No. 16595;
TS 101 (ex-USS 723B) F7-B unit EMD Locomotive, Built 2/53, Serial No. 17913;
TS 102 (ex-USS 724A) F7-A unit EMD Locomotive, Built 6/52, Serial No. 16596;
TS 103 (ex-USS 724B) F7-B unit EMD Locomotive, Built 2/53, Serial No. 17914;
TS 104 (ex-USS 726A) F7-A unit EMD Locomotive, Built 2/53, Serial No. 17910;
TS 105 (ex-USS 726B) F7-B unit EMD Locomotive, Built 2/53, Serial No. 17920;
TS 107 (ex-USS 712B) F7-B unit EMD Locomotive, Built 3/51, Serial No. 13689;
EX-ATSF 3118, Budd 1938, Lot 999B, Bar 46-seat Lounge Passenger Car;
Ex-SF 1388, Budd 1941, Lot 96907, Bar 48-seat Lounge, Newstand, Nurse Room;
Ex-SF 1389, Budd 1941, Lot 96907, Bar 48-seat Lounge, Newstand, Nurse Room;
Ex-NYC 406, Budd 1947, Lot 9610-023, 68 seat Diner Table Car;
Amtrak 9545 (ex-BN 4730) Budd 1947, Lot 9846-015, California Zephyr 52 seat Dome Coach;
EX-IC 4128, Pullman Standard 1950, Plan 7605, 68 seat Dining Car;
EX-IC 4128A, Pullman Standard 1950, Plan 7607, Kitchen Dormitory;
Ex-RI 855, Budd 1953, Lot 9605-136, Baggage Car